

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS**

MASSACHUSETTS MUTUAL LIFE INSURANCE  
COMPANY,

Plaintiff,

v.

CREDIT SUISSE FIRST BOSTON MORTGAGE  
SECURITIES CORP.; MORTGAGE ASSET  
SECURITIZATION TRANSACTIONS, INC.; DLJ  
MORTGAGE CAPITAL, INC.; UBS REAL ESTATE  
SECURITIES INC.; CREDIT SUISSE SECURITIES  
(USA) LLC; UBS SECURITIES LLC; LEE FARKAS;  
PAUL R. ALLEN; RAY BOWMAN; DELTON  
DE'ARMAS; DESIREE E. BROWN; ANDREW A.  
KIMURA; JEFFREY A. ALTABEF; EVELYN  
ECHEVARRIA; MICHAEL A. MARRIOTT;  
THOMAS ZINGALLI; DAVID MARTIN; PER  
DYRVIK; HUGH CORCORAN; and PETER  
SLAGOWITZ,

Defendants.

Civil Action No. 3:11-30048-MAP

**MASSMUTUAL'S MOTION TO STRIKE  
CERTAIN PURPORTED DEFENSES**

Plaintiff Massachusetts Mutual Life Insurance Company ("MassMutual") hereby moves, pursuant to Federal Rule of Civil Procedure 12(f), for an order striking the following affirmative defenses asserted in the Amended Answers of Defendants Credit Suisse Securities (USA) LLC ("Credit Suisse") and UBS Securities LLC ("UBS," and together with Credit Suisse, "Defendants"):

- Fifth Defense (Credit Suisse);

- Sixth Defense (Credit Suisse, to the extent it asserts MassMutual “should have known” of the misstatements or omissions);
- Seventh Defense (Credit Suisse, to the extent it asserts MassMutual did not “reasonably or justifiably rely” on the misstatements or omissions);
- Eleventh Defense (Credit Suisse and UBS);
- Twelfth Defense (Credit Suisse, to the extent it asserts MassMutual “assumed the risks” or had “constructive knowledge”);
- Twelfth Defense (UBS, to the extent it asserts MassMutual “should have known” of the misstatements or omissions);
- Thirteenth Defense (Credit Suisse);
- Fifteenth Defense (UBS);
- Seventeenth Defense (UBS, to the extent it purports to assert a loss causation defense);
- Nineteenth Defense (UBS, to the extent it asserts MassMutual “assumed the risks” or had “constructive knowledge”);
- Twentieth Defense (Credit Suisse);
- Twentieth Defense (UBS, to the extent it asserts MassMutual did not “reasonably or justifiably rely” on the misstatements or omissions);
- Twenty-Third Defense (Credit Suisse); and
- Twenty-Sixth Defense (UBS).

This Motion should be granted because, as more fully explained in MassMutual’s accompanying Memorandum of Law, each of the above defenses is a legally invalid defense to the straightforward claim asserted against Defendants under the Massachusetts Uniform Securities Act. Each purported defense presents no question of law or fact that might allow Defendants to prevail, and threatens to burden MassMutual and the Court by unnecessarily broadening the scope of discovery and even trial.

This Motion is based on this Notice of Motion, the accompanying Memorandum of Law in support thereof, the pleadings and records on file in this action, any matters of which the Court may take judicial notice, and any further argument as may be present on this motion.

This Motion is made following the conference of counsel pursuant to Local Rule 7(a)(2), which took place on April 12, 2012.

DATED: May 9, 2012

EGAN, FLANAGAN AND COHEN, P.C.

By: /s/ Edward J. McDonough Jr.  
Edward J. McDonough Jr. (BBO 331590)  
Stephen E. Spelman (BBO 632089)  
Egan, Flanagan and Cohen, P.C.  
67 Market Street, P.O. Box 9035  
Springfield, Massachusetts 01102  
Telephone: (413) 737-0260  
Fax: (413) 737-0121  
ejm@efclaw.com;  
ses@efclaw.com

MASSACHUSETTS MUTUAL LIFE  
INSURANCE COMPANY

Mark Roellig (BBO 669117)  
Executive Vice President and General Counsel  
Bernadette Harrigan (BBO 635103)  
Assistant Vice President & Counsel  
Eleanor P. Williams (BBO 667201)  
Assistant Vice President & Counsel  
Massachusetts Mutual Life Insurance Company  
1295 State Street  
Springfield, Massachusetts 01111  
Telephone: (413) 788-8411  
Fax: (413) 226-4268  
bharrigan@massmutual.com;  
ewilliams@massmutual.com

Of counsel:

QUINN EMANUEL URQUHART & SULLIVAN, LLP

Philippe Z. Selendy (admitted *pro hac*)  
Jennifer J. Barrett (admitted *pro hac*)  
51 Madison Avenue, 22<sup>nd</sup> Floor  
New York, NY 10010  
Telephone: (212) 849-7000  
Fax: (212) 849-7100

A. William Urquhart (admitted *pro hac*)  
Harry A. Olivar, Jr. (admitted *pro hac*)  
Molly Stephens (admitted *pro hac*)  
865 South Figueroa Street, 10<sup>th</sup> Floor  
Los Angeles, CA 90017  
Telephone: (213) 443-3000  
Fax: (213) 443-3100

**CERTIFICATE OF SERVICE**

I hereby certify that this document, filed through the ECF system, will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on this 9th day of May, 2012.

*/s/ Edward J. McDonough Jr.*

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Edward J. McDonough Jr.